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July 21, 2004

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Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

**RE: WT Docket No. 02-86
WT Docket No. 03-103
Notice of *Ex Parte* Presentation**

Dear Ms. Dortch:

This is to inform you that AirCell, Inc. ("AirCell") representatives Jack Blumenstein, Chairman; Bill Gordon, Vice President for Government Affairs; and I, counsel to AirCell, made *ex parte* presentations on July 20, 2004 to the following FCC representatives with respect to the above-referenced proceedings: Barry Ohlson, Legal Advisor to Commissioner Adelstein; Jennifer Manner, Legal Advisor to Commissioner Abernathy; Paul Margie, Legal Advisor to Commissioner Copps; and Sam Feder, Legal Advisor to Commissioner Martin. We also met with John Muleta, Chief of the Wireless Telecommunications Bureau ("WTB"), and the following WTB representatives and Mobility Division: David Furth, Kathy Harris, Richard Arsenault, Tom Derenge, and Jay Jackson.

The meeting addressed the issues set forth in the attached presentation, including background on AirCell's operations and a summary of AirCell's positions on the pending AirCell petition for extension of waiver and the FCC's Air-to-Ground ("ATG") proceeding, as referenced above. Specifically, AirCell stressed its interest in relocating to the ATG band and the need for allowing competitive access to this band.

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Pursuant to Section 1.1206(b)(1) of the commission's rules, I am filing this notice electronically in the above-referenced docket. In addition, I am sending one copy of this notice to each of the FCC staff listed below. Please contact me directly with any additional questions.

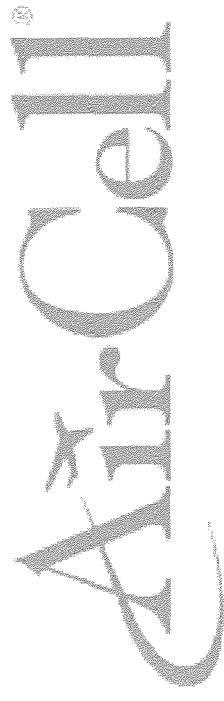
Respectfully submitted,

A handwritten signature in black ink, appearing to read "Michele Farquhar", written in a cursive style.

Michele C. Farquhar
Counsel to AirCell, Inc.

Enclosures

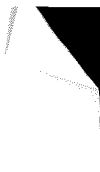
cc: Barry Ohlson
Jennifer Manner
John Muleta
David Furth
Kathy Harris
Jay Jackson
Richard Arsenault
Tom Derenge
Paul Margie
Sam Feder
Michael Duel Sullivan, Wilkinson Barker Knauer LLP



In Touch-In Flight®

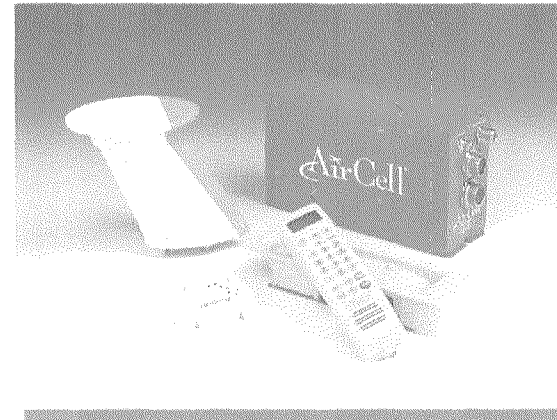
FCC Update

July 20, 2004



About AirCell

- ✈ **Leading manufacturer of low-cost, light-weight telecommunication systems for aircraft**
- ✈ **“One-stop-shop” for airborne equipment ... and airtime**
 - General Aviation
 - Government Aviation
 - Airlines
- ✈ **Heavily involved in various industry activities surrounding airborne connectivity – WAEA, RTCA, etc.**



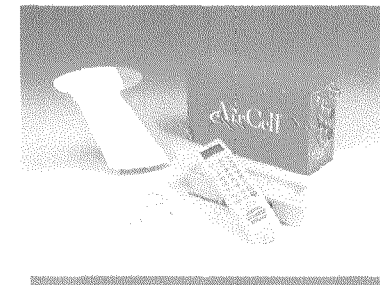
About AirCell (continued)

- ✈ **Solutions leverage existing telecom infrastructure – AirCell Cellular network and Iridium Satellites**
- ✈ **Primarily serving the General Aviation Jet market with voice and low speed data applications**
- ✈ **Nearly 1,600 systems in service**



About AirCell (continued)

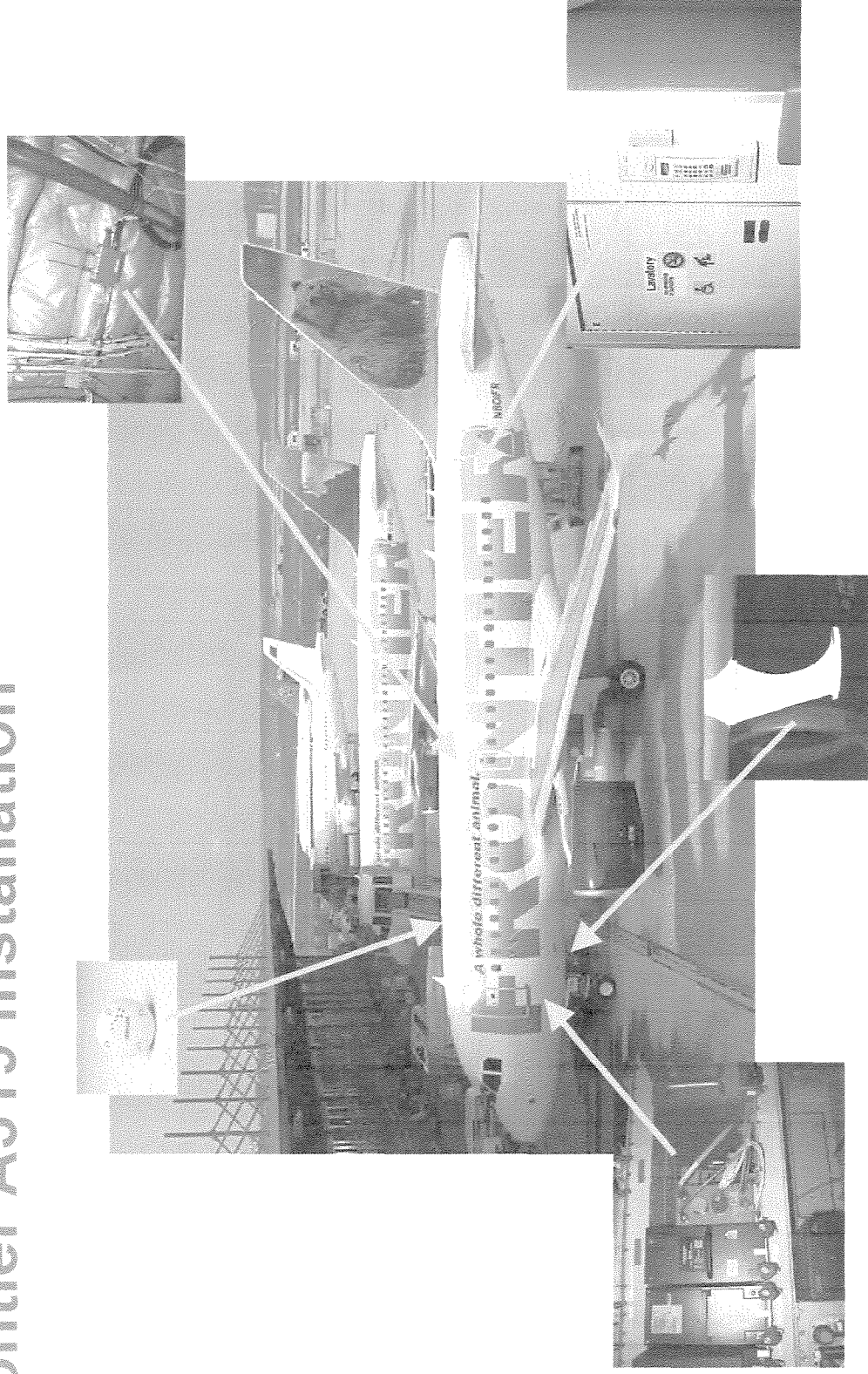
- ✈ **Standard option at Bombardier, Cessna, Dassault, Embraer, and Raytheon**
- ✈ **Major Government Customers**
DOD, Dept of Energy, FBI, US Customs, DOI
- ✈ **Market leader in systems sold and growth rate**
- ✈ **Frontier trial in process (STC on A319)**



Aircraft Types Installed

Airbus A319	Embraer Legacy
Bell 430	Gulfstream: GII, GIII, GIV and GV
Boeing: 727 and 757-200	
Boeing/McDonnell Douglas F-15	Israel Aircraft Industries:
	Astra
Bombardier	Westwind I/II-1124/A
Challenger: 600, 601 and 604	
Global Express	Mitsubishi MU-2B
Learjet: 24B, 45, 55 and 60	Piaggio Avanti
	Pilatus PC-12
Cessna:	Piper Cheyenne
Caravan 208/B	
CitationJet 1 (525)	Raytheon Beechcraft:
CitationJet 2 (525A)	Beechjet 400A
Citation S/II (S550)	King Air: C90A, B200, B300 and 350
Citation V/Ultra/Encore (560 series)	Premier I
Citation Excel (560XL)	
Citation III/IV/VII (650 series)	Raytheon Hawker: 400A, 700A, 800A and 800XP
Citation X (750)	Rockwell Sabreliner 65
	Sukorsky S-76B
Dassault Falcon: 20, 50 and 900	

Frontier A319 Installation



Communications Services



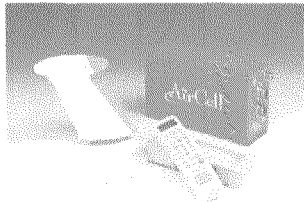
Today ...

- **Passenger Voice Communications**
- **Crew calling (medical emergency assistance, dispatch, etc.)**
- **Refresh for server-based IFE information**
- **Flight deck backup voice service**
- **Delivery of weather maps to the flight deck**

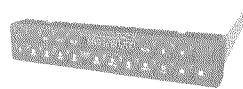
Near term ...

- **Capability to refresh Electronic Flight Bag information**
- **Passenger “hot spot” email service**
- **Security – potential for Air Marshal use**
- **Data refresh for server-based IFE information**

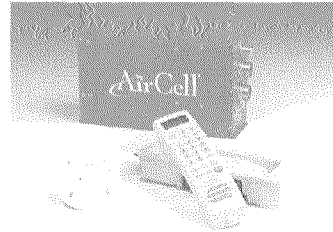
Today's Communications Hardware



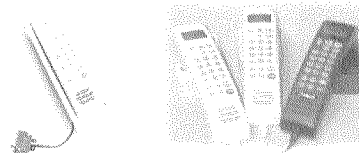
**Cellular & Satellite
Telecom System
AST 3500 Transceiver**



**Panel Mount
Cellular
Voice/Data for
GA Aircraft**



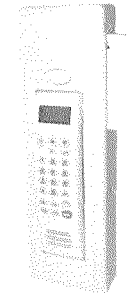
**Satellite
Telecom System
ST 3100 Transceiver**



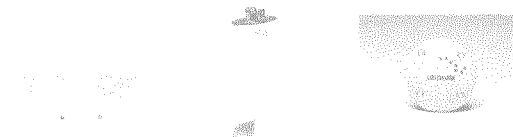
Handsets



**Remote Mount
Cellular Data Transceiver**



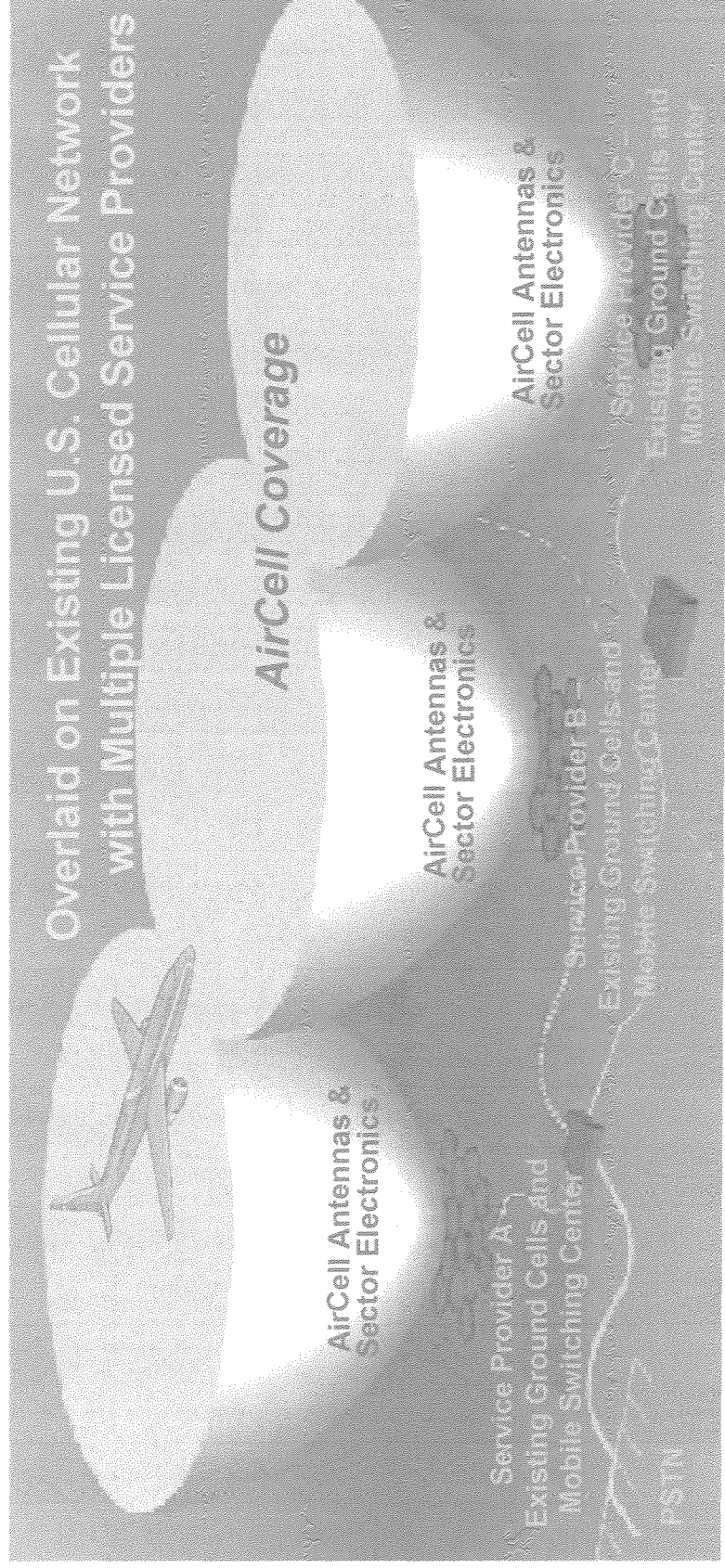
**Cordless Bulkhead
Phone with Credit
Card Reader**



Antennas

✈ **Today's AirCell Cellular Network**

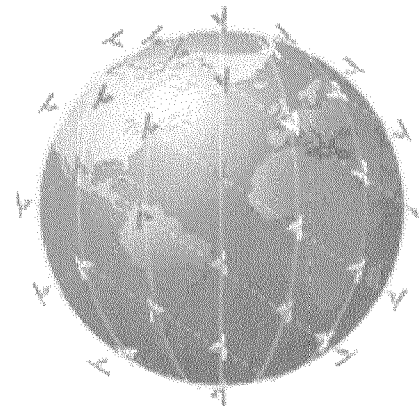
- The only FCC-Approved cellular network for aviation
- Voice, fax, and data up to 9,600 bps
- Covers the majority of continental U.S.



One Company – Multiple Networks

✈ **The Iridium Satellite Network**

- 66 LEO satellites
- Global coverage – including polar regions
- Voice and data up to 2,400 bps



✈ **Continuing the AirCell strategy of leveraging existing telecommunication infrastructures to offer the lowest airtime rates**

AirCell Near Term

- AirCell has petitioned the FCC for:
 - An extended waiver period
 - An increase in network capacity to 19 channels
 - An elimination of the digital exclusion

Recent Filings by AirCell

Satisfies the Commission's waiver standards

Serves the public interest by :

promoting aviation safety and security

**providing competition in a monopolistic
environment held by Verizon Airfone**

Supports FCC Policy on efficient spectrum use

**Provides sound technical analysis supporting non-harmful
interference operations.**

Unique “Window of Opportunity” in aviation Communications

- **On Threshold of Dramatic Change in Passenger Voice/Data**
 - ***One Phone Goes Anywhere*** - Personal cell phones and other wireless devices will be used in flight
 - **WiFi now flying**
- **Airline Travelers want to stay connected**
 - **In addition to cell phones, more than 2/3 now carry WiFi device**
 - **Want VPN, internet, and other broadband services**
- **Pent up Need in Stranded Airlines**
 - **Over 70% of U.S. airliners have no air-to-ground connection outside the cockpit**

AirCell Long Term – Move to 800 MHz ATG Band

- AirCell wishes to relocate to the ATG band and evolve to digital cellular based service:
 - 16x Capacity
 - “Clean” spectrum
 - Feature rich offering possible
 - Feature transparency (same service ground and air)
 - Natural evolution to use of mobile phones in the air

Four Companies can share the ATG Band

- Expert team has been working on this program for almost a year.
- Modeling demonstrates four companies can share the band and still offer greatly expanded, feature rich, services.
- Boeing acknowledges feasibility of AirCell proposal.
- Evolutionary steps to use of personal cell phones in flight (RTCA subcommittee, FAA, Airlines).

Passenger Features

- AirCell will be available to passengers whenever FAA allows handsets to be operated
 - **Expected to be above 10,000 feet initially, eventually from pushback to landing**
- Passengers using the AirCell system will have access to the same features typically available when roaming:
 - **Make and receive voice calls**
 - **Call waiting, 3-way calls**
 - **Send and receive SMS and data**
 - **Access to “home system” voicemail**

AirCell®

In Touch-In Flight®